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CATERPIL	LAR INC										
Form 4	_										
July 20, 200										PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check th			0	·			Expires:	January 31,			
if no lon subject t Section Form 4 o Form 5	STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								2005 verage s per 0.5	
obligatio may con <i>See</i> Instr 1(b).	ons Section 17(a) of the F	Public U		ding Cor	npan	y Act of	1935 or Section			
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> GALES THOMAS A								5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (1	Middle)		of Earliest T	-			(Check	all applicable))	
701 WATERFORD WAY, SUITE 200			(Month/Day/Year)					Director 10% Owner X Officer (give title Other (specify below) below) Vice President			
				ed(Month/Day/Year) A				5. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person			
MIAMI, FI	2 33126						-	Form filed by Mo Person	ore than One Rep	oorting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2A. Deeme Execution any (Month/Da	Date, if	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(1130.4)		
Common	07/19/2005			М	15,000	А	\$ 19.2032	47,030	D		
Common	07/19/2005			S	15,000	D	\$ 52.5	32,030 (1) (5)	D		
Common								25,096 <u>(6)</u>	Ι	Owned by wife (2)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number o orDerivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (3)	\$ 19.2032	07/19/2005		М	15,00	0 (4)	06/12/2010	Common	15,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
I gran and a second	Director	10% Owner	Officer	Other		
GALES THOMAS A 701 WATERFORD WAY, SUITE 200 MIAMI, FL 33126			Vice President			
Signatures						

T. A. Gales; L.J. 07/20/2005 Huxtable, POA

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This amount includes 11,820 shares in 401K, 46 shares in SEIP and 3158 shares in dividend reinvestment.
- (2) Reporting person disclaims beneficial ownership.
- (3) (Right to buy) with tax witholding rights
- (4) Exercisable in thirds, 1/3 after 1 year, 1/3 after 2 years, 1/3 after 3 years
- (5) On July 14, 2005, the common stock of Caterpillar Inc. split 2-for-1, resulting in the reporting person's acquisition of 8,503 additional shares of common stock.
- (6) On July 14, 2005, the common stock of Caterpillar Inc. split 2-for-1, resulting in the reporting person's acquisition of 12,548 additional shares of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.